

# **EXHIBIT J**

**FILED: NEW YORK COUNTY CLERK 09/16/2011**

NYSCEF DOC. NO. 24

RECEIVED NYSCEF: 09/16/2011

IN THE UNITED STATES DISTRICT COURT  
FOR THE SOUTHERN DISTRICT OF NEW YORK

-----X

M WAIKIKI LLC, :

:

Plaintiff, :

:

-v-

:

MARRIOTT HOTEL SERVICES, INC.,  
I.S. INTERNATIONAL, INC. and IAN SCHRAGER, :

:

Defendants. :

-----X

:

MARRIOTT HOTEL SERVICES, INC., :

:

Counterclaim Plaintiff :

:

-v-

:

M WAIKIKI LLC, :

:

Counterclaim Defendant. :

-----X

**NOTICE OF REMOVAL**

TO: UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK  
500 Pearl Street  
New York, New York 10007

PLEASE TAKE NOTICE that, for the reasons set forth below, plaintiff M Waikiki LLC (“M Waikiki” or “Debtor”) files this Notice of Removal pursuant to 28 U.S.C. §§ 1334, 1446(a) and 1452, removing this action from the Supreme Court of the State of New York, County of New York. In support of its Notice of Removal, M Waikiki states as follows:

I.

**INTRODUCTION**

1. On or about May 26, 2011, Plaintiff M Waikiki commenced this action against defendants Marriott Hotel Services, Inc. ("Marriott"), I.S. International, LLC and Ian Schrager by filing a Complaint in the Supreme Court of the State of New York, County of New York (the "State Court Action"). A true and correct copy of the Complaint is attached hereto as Exhibit A, and is incorporated herein by reference.

2. On or about August 30, 2011, defendant Marriott Hotel Services, Inc. filed in the State Court Action a complaint containing counterclaims against M Waikiki. A true and correct copy of Marriott's Complaint (without exhibits) is attached hereto as Exhibit B, and is incorporated herein by reference.

3. On or about August 31, 2011, M Waikiki filed for bankruptcy protection under chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the District of Hawaii.

4. All other pleadings, process, and orders served upon M Waikiki in the removed action are attached to this notice, as required by 28 U.S.C. §1446(a), as Exhibit C.

II.

**BASES FOR REMOVAL**

5. Removal is proper pursuant to 28 U.S.C. § 1452 because this Court has jurisdiction under 28 U.S.C. § 1334(b) over all civil proceedings arising under title 11, or arising in or related to cases under title 11.

6. The State Court Action is related to the chapter 11 case of M Waikiki LLC.

7. Venue is proper in the United States District Court for the Southern District of New York under 28 U.S.C. §1441(a) because this district embraces the place where the removed action is pending.

8. M Waikiki will file promptly a copy of this Notice of Removal with the clerk of the court where the action is pending.

III.

**CONCLUSION**

9. For all of the foregoing reasons, this action is removed from the Supreme Court of the State of New York, County of New York to the United States District Court for the Southern District of New York.

Dated: September 16, 2011

Respectfully submitted,

BICKEL & BREWER

By:

  
William A. Brewer III  
Alexander D. Widell  
767 Fifth Avenue, 50<sup>th</sup> Floor  
New York, New York 10153  
(212) 489-1400

Attorneys for Plaintiff M Waikiki LLC

5250809.2  
2147-02